

REED SMITH LLP

Formed in the State of Delaware

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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

MARIA GIL,

Plaintiff,

v.

ALLY FINANCIAL INC., WELLS FARGO BANK,
N.A., TOP SPEED MOTORS LLC, L.J. MARCHESE
CHEVROLET, INC., and HERSHEY AUTO, INC.,

Defendants,

Civil Action No.: 7:22-cv-05263-KMK

Document Electronically Filed

**WELLS FARGO BANK, N.A.'S
ANSWER AND AFFIRMATIVE
DEFENSES**

Defendant Wells Fargo Bank, N.A. (“Defendant”) by and through its counsel, Reed Smith LLP, and by way of answer (“Answer”) to the complaint filed by plaintiff Maria Gil (“Plaintiff”), states as follows:

PRELIMINARY STATEMENT

1. Defendant is without information sufficient to form a response to the allegations in Paragraph 1 of the Complaint. To the extent the allegations in Paragraph 1 of the Complaint state legal conclusions, no response is required.

2. Defendant is without information sufficient to form a response to the allegations in Paragraph 2 of the Complaint. To the extent the allegations in Paragraph 2 of the Complaint state legal conclusions, no response is required.

3. Defendant is without information sufficient to form a response to the allegations in Paragraph 3 of the Complaint. To the extent the allegations in Paragraph 3 of the Complaint state legal conclusions, no response is required.

JURISDICTION AND VENUE

4. To the extent the allegations in Paragraph 4 of the Complaint state legal conclusions, no response is required.

5. To the extent the allegations in Paragraph 5 of the Complaint state legal conclusions, no response is required.

6. To the extent the allegations in Paragraph 6 of the Complaint state legal conclusions, no response is required.

7. To the extent the allegations in Paragraph 7 of the Complaint state legal conclusions, no response is required.

THE PARTIES

8. Defendant is without information sufficient to form a response to the allegations in Paragraph 8 of the Complaint.

9. Defendant is without information sufficient to form a response to the allegations in Paragraph 9 of the Complaint. To the extent the allegations in Paragraph 9 of the Complaint state legal conclusions, no response is required.

10. Defendant is without information sufficient to form a response to the allegations in Paragraph 10 of the Complaint. To the extent the allegations in Paragraph 10 of the Complaint state legal conclusions, no response is required.

11. Defendant is without information sufficient to form a response to the allegations in Paragraph 11 of the Complaint. To the extent the allegations in Paragraph 11 of the Complaint state legal conclusions, no response is required.

12. Defendant is without information sufficient to form a response to the allegations in Paragraph 12 of the Complaint. To the extent the allegations in Paragraph 12 of the Complaint state legal conclusions, no response is required.

13. Defendant is without information sufficient to form a response to the allegations in Paragraph 13 of the Complaint. To the extent the allegations in Paragraph 13 of the Complaint state legal conclusions, no response is required.

14. Defendant is without information sufficient to form a response to the allegations in Paragraph 14 of the Complaint. To the extent the allegations in Paragraph 14 of the Complaint state legal conclusions, no response is required.

15. Defendant is without information sufficient to form a response to the allegations in Paragraph 15 of the Complaint. To the extent the allegations in Paragraph 15 of the Complaint state legal conclusions, no response is required.

16. Defendant is without information sufficient to form a response to the allegations in Paragraph 16 of the Complaint. To the extent the allegations in Paragraph 16 of the Complaint state legal conclusions, no response is required.

17. Defendant is without information sufficient to form a response to the allegations in Paragraph 17 of the Complaint. To the extent the allegations in Paragraph 17 of the Complaint state legal conclusions, no response is required.

18. Defendant is without information sufficient to form a response to the allegations in Paragraph 18 of the Complaint. To the extent the allegations in Paragraph 18 of the Complaint state legal conclusions, no response is required.

19. Defendant is without information sufficient to form a response to the allegations in Paragraph 19 of the Complaint.

20. Admit.

21. Admit.

22. Admit.

23. Defendant is without information sufficient to form a response to the allegations in Paragraph 23 of the Complaint.

24. Defendant denies the allegations in Paragraph 24 of the Complaint. To the extent the allegations in Paragraph 24 of the Complaint state legal conclusions, no response is required.

25. Defendant is without information sufficient to form a response to the allegations in Paragraph 25 of the Complaint. To the extent the allegations in Paragraph 25 of the Complaint state legal conclusions, no response is required.

26. Defendant is without information sufficient to form a response to the allegations in Paragraph 26 of the Complaint. To the extent the allegations in Paragraph 26 of the Complaint state legal conclusions, no response is required.

27. Defendant is without information sufficient to form a response to the allegations in Paragraph 27 of the Complaint. To the extent the allegations in Paragraph 27 of the Complaint state legal conclusions, no response is required.

28. Defendant is without information sufficient to form a response to the allegations in Paragraph 28 of the Complaint. To the extent the allegations in Paragraph 28 of the Complaint state legal conclusions, no response is required.

29. Defendant is without information sufficient to form a response to the allegations in Paragraph 29 of the Complaint. To the extent the allegations in Paragraph 29 of the Complaint state legal conclusions, no response is required.

30. Defendant is without information sufficient to form a response to the allegations in Paragraph 30 of the Complaint.

FACTUAL ALLEGATIONS

31. Defendant is without information sufficient to form a response to the allegations in Paragraph 31 of the Complaint.

32. Defendant is without information sufficient to form a response to the allegations in Paragraph 32 of the Complaint.

33. Defendant is without information sufficient to form a response to the allegations in Paragraph 33 of the Complaint.

34. Defendant is without information sufficient to form a response to the allegations in Paragraph 34 of the Complaint.

35. Defendant is without information sufficient to form a response to the allegations in Paragraph 35 of the Complaint.

36. Defendant is without information sufficient to form a response to the allegations in Paragraph 36 of the Complaint.

37. Defendant is without information sufficient to form a response to the allegations in Paragraph 37 of the Complaint.

38. Defendant is without information sufficient to form a response to the allegations in Paragraph 38 of the Complaint.

39. Defendant is without information sufficient to form a response to the allegations in Paragraph 39 of the Complaint.

40. Defendant is without information sufficient to form a response to the allegations in Paragraph 40 of the Complaint.

41. Defendant is without information sufficient to form a response to the allegations in Paragraph 41 of the Complaint.

42. Defendant is without information sufficient to form a response to the allegations in Paragraph 42 of the Complaint.

43. Defendant is without information sufficient to form a response to the allegations in Paragraph 43 of the Complaint.

44. Defendant is without information sufficient to form a response to the allegations in Paragraph 44 of the Complaint.

45. Defendant is without information sufficient to form a response to the allegations in Paragraph 45 of the Complaint.

46. Defendant is without information sufficient to form a response to the allegations in Paragraph 46 of the Complaint.

47. Defendant is without information sufficient to form a response to the allegations in Paragraph 47 of the Complaint.

48. Defendant is without information sufficient to form a response to the allegations in Paragraph 48 of the Complaint.

49. Defendant is without information sufficient to form a response to the allegations in Paragraph 49 of the Complaint.

50. Defendant is without information sufficient to form a response to the allegations in Paragraph 50 of the Complaint.

51. Defendant is without information sufficient to form a response to the allegations in Paragraph 51 of the Complaint.

52. Defendant is without information sufficient to form a response to the allegations in Paragraph 52 of the Complaint.

53. Defendant denies the allegations in Paragraph 53 of the Complaint.

54. Defendant is without information sufficient to form a response to the allegations in Paragraph 54 of the Complaint.

55. Defendant is without information sufficient to form a response to the allegations in Paragraph 55 of the Complaint.

56. Defendant is without information sufficient to form a response to the allegations in Paragraph 56 of the Complaint.

57. Defendant is without information sufficient to form a response to the allegations in Paragraph 57 of the Complaint.

58. Defendant is without information sufficient to form a response to the allegations in Paragraph 58 of the Complaint.

59. Defendant is without information sufficient to form a response to the allegations in Paragraph 59 of the Complaint.

60. Defendant is without information sufficient to form a response to the allegations in Paragraph 60 of the Complaint.

61. Defendant is without information sufficient to form a response to the allegations in Paragraph 61 of the Complaint.

62. Defendant is without information sufficient to form a response to the allegations in Paragraph 62 of the Complaint.

63. Defendant is without information sufficient to form a response to the allegations in Paragraph 63 of the Complaint.

64. Defendant is without information sufficient to form a response to the allegations in Paragraph 64 of the Complaint.

65. Defendant is without information sufficient to form a response to the allegations in Paragraph 65 of the Complaint.

CLAIMS FOR RELIEF

66. Defendant repeats and re-alleges each of the foregoing paragraphs of this Answer as if fully set forth herein.

67. Defendant is without information sufficient to form a response to the allegations in Paragraph 67 of the Complaint. To the extent the allegations in Paragraph 67 of the Complaint state legal conclusions, no response is required.

68. Defendant is without information sufficient to form a response to the allegations in Paragraph 68 of the Complaint. To the extent the allegations in Paragraph 68 of the Complaint state legal conclusions, no response is required.

69. Defendant is without information sufficient to form a response to the allegations in Paragraph 69 of the Complaint. To the extent the allegations in Paragraph 69 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 69 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

70. Defendant is without information sufficient to form a response to the allegations in Paragraph 70 of the Complaint. To the extent the allegations in Paragraph 70 of the Complaint state legal conclusions, no response is required.

71. Defendant is without information sufficient to form a response to the allegations in Paragraph 71 of the Complaint. To the extent the allegations in Paragraph 71 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 71 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

72. Defendant is without information sufficient to form a response to the allegations in Paragraph 72 of the Complaint. To the extent the allegations in Paragraph 72 of the Complaint state legal conclusions, no response is required.

73. Defendant is without information sufficient to form a response to the allegations in Paragraph 73 of the Complaint. To the extent the allegations in Paragraph 73 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 73 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

74. Defendant is without information sufficient to form a response to the allegations in Paragraph 74 of the Complaint. To the extent the allegations in Paragraph 74 of the Complaint

state legal conclusions, no response is required. To the extent the allegations in Paragraph 74 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

75. Defendant is without information sufficient to form a response to the allegations in Paragraph 75 of the Complaint. To the extent the allegations in Paragraph 75 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 75 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

76. Defendant is without information sufficient to form a response to the allegations in Paragraph 76 of the Complaint. To the extent the allegations in Paragraph 76 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 76 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

77. Defendant is without information sufficient to form a response to the allegations in Paragraph 77 of the Complaint. To the extent the allegations in Paragraph 77 of the Complaint state legal conclusions, no response is required.

78. Defendant is without information sufficient to form a response to the allegations in Paragraph 78 of the Complaint. To the extent the allegations in Paragraph 78 of the Complaint state legal conclusions, no response is required.

79. Defendant is without information sufficient to form a response to the allegations in Paragraph 79 of the Complaint. To the extent the allegations in Paragraph 79 of the Complaint state legal conclusions, no response is required.

80. Defendant is without information sufficient to form a response to the allegations in Paragraph 80 of the Complaint. To the extent the allegations in Paragraph 80 of the Complaint state legal conclusions, no response is required. To the extent the allegations in Paragraph 80 of the Complaint concern certain documents, those documents speak for themselves and Defendant leaves Plaintiff to their proofs.

81. Defendant is without information sufficient to form a response to the allegations in Paragraph 81 of the Complaint. To the extent the allegations in Paragraph 81 of the Complaint state legal conclusions, no response is required.

82. Defendant is without information sufficient to form a response to the allegations in Paragraph 82 of the Complaint. To the extent the allegations in Paragraph 82 of the Complaint state legal conclusions, no response is required.

83. Defendant is without information sufficient to form a response to the allegations in Paragraph 83 of the Complaint. To the extent the allegations in Paragraph 83 of the Complaint state legal conclusions, no response is required.

84. Defendant is without information sufficient to form a response to the allegations in Paragraph 84 of the Complaint. To the extent the allegations in Paragraph 84 of the Complaint state legal conclusions, no response is required.

85. Defendant denies the allegations in Paragraph 85 of the Complaint. To the extent the allegations in Paragraph 85 of the Complaint state legal conclusions, no response is required.

86. Defendant denies the allegations in Paragraph 86 of the Complaint. To the extent the allegations in Paragraph 86 of the Complaint state legal conclusions, no response is required.

SECOND CAUSE OF ACTION

87. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

88. Defendant is without information sufficient to form a response to the allegations in Paragraph 88 of the Complaint. To the extent the allegations in Paragraph 88 of the Complaint state legal conclusions, no response is required.

89. Defendant is without information sufficient to form a response to the allegations in Paragraph 89 of the Complaint. To the extent the allegations in Paragraph 89 of the Complaint state legal conclusions, no response is required.

90. Defendant is without information sufficient to form a response to the allegations in Paragraph 90 of the Complaint. To the extent the allegations in Paragraph 90 of the Complaint state legal conclusions, no response is required.

91. Defendant is without information sufficient to form a response to the allegations in Paragraph 91 of the Complaint. To the extent the allegations in Paragraph 91 of the Complaint state legal conclusions, no response is required.

92. Defendant is without information sufficient to form a response to the allegations in Paragraph 92 of the Complaint. To the extent the allegations in Paragraph 92 of the Complaint state legal conclusions, no response is required.

93. Defendant is without information sufficient to form a response to the allegations in Paragraph 93 of the Complaint. To the extent the allegations in Paragraph 93 of the Complaint state legal conclusions, no response is required.

94. Defendant is without information sufficient to form a response to the allegations in Paragraph 94 of the Complaint. To the extent the allegations in Paragraph 94 of the Complaint state legal conclusions, no response is required.

95. Defendant is without information sufficient to form a response to the allegations in Paragraph 95 of the Complaint. To the extent the allegations in Paragraph 95 of the Complaint state legal conclusions, no response is required.

96. Defendant is without information sufficient to form a response to the allegations in Paragraph 96 of the Complaint. To the extent the allegations in Paragraph 96 of the Complaint state legal conclusions, no response is required.

97. Defendant is without information sufficient to form a response to the allegations in Paragraph 97 of the Complaint. To the extent the allegations in Paragraph 97 of the Complaint state legal conclusions, no response is required.

98. Defendant is without information sufficient to form a response to the allegations in Paragraph 98 of the Complaint. To the extent the allegations in Paragraph 98 of the Complaint state legal conclusions, no response is required.

99. Defendant denies the allegations in Paragraph 99 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to form a response to the allegations in Paragraph 99 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 99 of the Complaint state legal conclusions, no response is required.

THIRD CAUSE OF ACTION

100. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

101. Defendant is without information sufficient to form a response to the allegations in Paragraph 101 of the Complaint. To the extent the allegations in Paragraph 101 of the Complaint state legal conclusions, no response is required.

102. Defendant is without information sufficient to form a response to the allegations in Paragraph 102 of the Complaint. To the extent the allegations in Paragraph 102 of the Complaint state legal conclusions, no response is required.

103. Defendant is without information sufficient to form a response to the allegations in Paragraph 103 of the Complaint. To the extent the allegations in Paragraph 103 of the Complaint state legal conclusions, no response is required.

104. Defendant is without information sufficient to form a response to the allegations in Paragraph 104 of the Complaint. To the extent the allegations in Paragraph 104 of the Complaint state legal conclusions, no response is required.

105. Defendant denies the allegations in Paragraph 105 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to form a response to the allegations in Paragraph 105 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 105 of the Complaint state legal conclusions, no response is required.

106. Defendant denies the allegations in Paragraph 106 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to

form a response to the allegations in Paragraph 106 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 106 of the Complaint state legal conclusions, no response is required.

107. Defendant denies the allegations in Paragraph 107 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to form a response to the allegations in Paragraph 107 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 107 of the Complaint state legal conclusions, no response is required.

FOURTH CAUSE OF ACTION

108. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

109. Defendant is without information sufficient to form a response to the allegations in Paragraph 109 of the Complaint. To the extent the allegations in Paragraph 109 of the Complaint state legal conclusions, no response is required.

110. Defendant is without information sufficient to form a response to the allegations in Paragraph 110 of the Complaint. To the extent the allegations in Paragraph 110 of the Complaint state legal conclusions, no response is required.

111. Defendant is without information sufficient to form a response to the allegations in Paragraph 111 of the Complaint. To the extent the allegations in Paragraph 111 of the Complaint state legal conclusions, no response is required.

112. Defendant is without information sufficient to form a response to the allegations in Paragraph 112 of the Complaint. To the extent the allegations in Paragraph 112 of the Complaint state legal conclusions, no response is required.

113. Defendant is without information sufficient to form a response to the allegations in Paragraph 113 of the Complaint. To the extent the allegations in Paragraph 113 of the Complaint state legal conclusions, no response is required.

114. Defendant is without information sufficient to form a response to the allegations in Paragraph 114 of the Complaint. To the extent the allegations in Paragraph 114 of the Complaint state legal conclusions, no response is required.

115. Defendant is without information sufficient to form a response to the allegations in Paragraph 115 of the Complaint. To the extent the allegations in Paragraph 115 of the Complaint state legal conclusions, no response is required.

116. Defendant is without information sufficient to form a response to the allegations in Paragraph 116 of the Complaint. To the extent the allegations in Paragraph 116 of the Complaint state legal conclusions, no response is required.

117. Defendant is without information sufficient to form a response to the allegations in Paragraph 117 of the Complaint. To the extent the allegations in Paragraph 117 of the Complaint state legal conclusions, no response is required.

118. Defendant is without information sufficient to form a response to the allegations in Paragraph 118 of the Complaint. To the extent the allegations in Paragraph 118 of the Complaint state legal conclusions, no response is required.

119. Defendant is without information sufficient to form a response to the allegations in Paragraph 119 of the Complaint. To the extent the allegations in Paragraph 119 of the Complaint state legal conclusions, no response is required.

120. Defendant is without information sufficient to form a response to the allegations in Paragraph 120 of the Complaint. To the extent the allegations in Paragraph 120 of the Complaint state legal conclusions, no response is required.

121. Defendant denies the allegations in Paragraph 121 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to form a response to the allegations in Paragraph 121 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 121 of the Complaint state legal conclusions, no response is required.

122. Defendant denies the allegations in Paragraph 122 of the Complaint to the extent that Plaintiff asserts any allegations against Defendant, and is without information sufficient to form a response to the allegations in Paragraph 122 of the Complaint asserting allegations against other defendants. To the extent the allegations in Paragraph 122 of the Complaint state legal conclusions, no response is required.

FIFTH CAUSE OF ACTION

123. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

124. Defendant is without information sufficient to form a response to the allegations in Paragraph 124 of the Complaint. To the extent the allegations in Paragraph 124 of the Complaint state legal conclusions, no response is required.

125. Defendant is without information sufficient to form a response to the allegations in Paragraph 125 of the Complaint. To the extent the allegations in Paragraph 125 of the Complaint state legal conclusions, no response is required.

126. Defendant is without information sufficient to form a response to the allegations in Paragraph 126 of the Complaint. To the extent the allegations in Paragraph 126 of the Complaint state legal conclusions, no response is required.

127. Defendant is without information sufficient to form a response to the allegations in Paragraph 127 of the Complaint. To the extent the allegations in Paragraph 127 of the Complaint state legal conclusions, no response is required.

128. Defendant is without information sufficient to form a response to the allegations in Paragraph 128 of the Complaint. To the extent the allegations in Paragraph 128 of the Complaint state legal conclusions, no response is required.

SIXTH CAUSE OF ACTION

129. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

130. Defendant is without information sufficient to form a response to the allegations in Paragraph 130 of the Complaint. To the extent the allegations in Paragraph 130 of the Complaint state legal conclusions, no response is required.

131. Defendant is without information sufficient to form a response to the allegations in Paragraph 131 of the Complaint. To the extent the allegations in Paragraph 131 of the Complaint state legal conclusions, no response is required.

132. Defendant is without information sufficient to form a response to the allegations in Paragraph 132 of the Complaint. To the extent the allegations in Paragraph 132 of the Complaint state legal conclusions, no response is required.

133. Defendant is without information sufficient to form a response to the allegations in Paragraph 133 of the Complaint. To the extent the allegations in Paragraph 133 of the Complaint state legal conclusions, no response is required.

134. Defendant is without information sufficient to form a response to the allegations in Paragraph 134 of the Complaint. To the extent the allegations in Paragraph 134 of the Complaint state legal conclusions, no response is required.

135. Defendant is without information sufficient to form a response to the allegations in Paragraph 135 of the Complaint. To the extent the allegations in Paragraph 135 of the Complaint state legal conclusions, no response is required.

136. Defendant is without information sufficient to form a response to the allegations in Paragraph 136 of the Complaint. To the extent the allegations in Paragraph 136 of the Complaint state legal conclusions, no response is required.

SEVENTH CAUSE OF ACTION

137. Defendant repeats and realleges the same responses to the enumerated allegations contained in the above paragraphs of the Complaint, and incorporates them with the same force and effect as if set forth specifically herein.

138. Defendant is without information sufficient to form a response to the allegations in Paragraph 138 of the Complaint. To the extent the allegations in Paragraph 138 of the Complaint state legal conclusions, no response is required.

139. Defendant is without information sufficient to form a response to the allegations in Paragraph 139 of the Complaint. To the extent the allegations in Paragraph 139 of the Complaint state legal conclusions, no response is required.

140. Defendant is without information sufficient to form a response to the allegations in Paragraph 140 of the Complaint. To the extent the allegations in Paragraph 140 of the Complaint state legal conclusions, no response is required.

141. Defendant is without information sufficient to form a response to the allegations in Paragraph 141 of the Complaint. To the extent the allegations in Paragraph 141 of the Complaint state legal conclusions, no response is required.

142. Defendant is without information sufficient to form a response to the allegations in Paragraph 142 of the Complaint. To the extent the allegations in Paragraph 142 of the Complaint state legal conclusions, no response is required.

143. Defendant is without information sufficient to form a response to the allegations in Paragraph 143 of the Complaint. To the extent the allegations in Paragraph 143 of the Complaint state legal conclusions, no response is required.

DEFENDANT'S AFFIRMATIVE DEFENSES

1. Plaintiff's Complaint fails to state any claim upon which relief may be granted against Defendant.
2. Plaintiff's causes of action against Defendant must be dismissed based on the documentary evidence.
3. Plaintiff's claims against Defendant must be dismissed due to Plaintiff's lack of standing and/or capacity to assert such claims.

4. The claims pled by Plaintiff assume legal requirements or obligations in excess of or contrary to what is required under the law, and therefore, the Complaint has not pled any actionable conduct by Defendant.
5. Plaintiff's claims should be dismissed for failure to obtain jurisdiction over Defendant.
6. Plaintiff's claims are barred by the doctrine of laches.
7. Plaintiff's claims are barred by the terms of the contracts at issue.
8. Plaintiff's Complaint is barred by the doctrines of waiver, ratification, unclean hands, and estoppel.
9. The causes of action are barred by the applicable statute of limitations.
10. Plaintiff has failed to join a necessary party as a named defendant.
11. Plaintiff has brought their claims in an improper jurisdiction and/or venue.
12. Plaintiff's claims are barred by accord and satisfaction.
13. Plaintiff's claims are barred under the statute of frauds.
14. Any damages allegedly suffered by Plaintiff were caused by the acts or omissions of persons or entities other than Defendant, over whom Defendant exercised no control and for whose conduct Defendant is not liable.
15. The damages allegedly suffered by Plaintiff were not the proximate or foreseeable result of acts or omissions of Defendant.
16. Plaintiff failed to mitigate any damages that it may have suffered.
17. Plaintiff has failed to allege any duty owed to it by Defendant, or a breach of a duty owed, and in fact Defendant does not owe Plaintiff any duty, contractual, fiduciary, or otherwise.
18. Defendant engaged in no conduct with intent to defraud or harm Plaintiff.
19. Defendant is not subject to the statutes that give rise to the causes of action.

20. Defendant reserves the right to assert additional defenses and/or amend, supplement, alter and change its Answer either as of right as allowed by Court Rules, or based upon information learned or developed during discovery or investigation in connection with this action.

CROSS-CLAIM FOR INDEMNITY AGAINST L.J. MARCHESE CHEVROLET, INC.

1. In the event Defendant is found to be liable to Plaintiff or experiences any loss as a consequence of the allegations set forth in Plaintiff's Complaint, Defendant is entitled to indemnification from defendant L.J. Marchese Chevrolet, Inc., pursuant to contractual agreements between Defendant and L.J. Marchese Chevrolet, Inc., and L.J. Marchese Chevrolet, Inc.'s breach thereof.

WHEREFORE, Defendant Wells Fargo Bank, N.A. demands judgment in its favor dismissing the claims against it, awarding it attorneys' fees and costs incurred in defending the claims, and for such other and further relief as the Court deems appropriate and just.

Dated: September 22, 2022

REED SMITH LLP

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